

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION**

Whitney Main, Henry Schmidt, and Daniel Grentz,
individually and as representatives of a class of
similarly situated persons, and on behalf of the
American Airlines, Inc., 401(k) Plan,

Case No. 4-16-cv-473-O

Plaintiffs,
v.

American Airlines, Inc., American Beacon Advisors,
Inc., Pension Asset Administration Committee,
Benefits Strategy Committee, Pension Benefits
Administration Committee, and Employee Benefits
Committee,

Defendants.

**PLAINTIFFS' MOTION FOR FINAL APPROVAL OF CLASS ACTION
SETTLEMENT**

Pursuant to Federal Rule of Civil Procedure 23(e), this Court's Order dated October 23, 2017 (ECF No. 128), and Article 4 of the Parties' Class Action Settlement Agreement (ECF. No. 127-2), Plaintiffs Whitney Main, Henry Schmidt, and Daniel Grentz respectfully move this Court for an order granting final approval of the Parties' proposed Class Action Settlement Agreement. A proposed Final Approval Order is being submitted in connection with this motion and is also attached as an exhibit to the Settlement Agreement (see ECF No. 127-7). This motion is based on the accompanying Memorandum of Law; the contemporaneously-filed the Declarations of Kai Richter and Michelle Kopperud, and exhibits thereto; the Settlement Agreement; and all files, records and proceedings in this matter.

Dated: February 7, 2018

Respectfully submitted,

/s/ Kai H. Richter

NICHOLS KASTER, PLLP

Kai H. Richter, MN Bar No. 0296545*

Carl F. Engstrom, MN Bar No. 0396298*

Paul Lukas, MN Bar No. 22084X*

Brandon T. McDonough, MN Bar No. 0393259*

Brock J. Specht, MN Bar. No. 0388343*

* admitted *pro hac vice*

4600 IDS Center, 80 S 8th Street

Minneapolis, MN 55402

Telephone: 612-256-3200

Facsimile: 612-338-4878

krichter@nka.com

cengstrom@nka.com

lukas@nka.com

bmcdonough@nka.com

bspecht@nka.com

KENDALL LAW GROUP, PLLC

Joe Kendall, Texas Bar No. 11260700

Jody Rudman, Texas Bar No. 00797356

3232 McKinney Avenue, Suite 700

Dallas, Texas 75204

214-744-3000 / 214-744-3015 (Facsimile)

jkendall@kendalllawgroup.com

jrudman@kendalllawgroup.com

ATTORNEYS FOR PLAINTIFFS AND THE
SETTLEMENT CLASS

CERTIFICATE OF CONFERENCE

I hereby certify that I conferred with respective counsel of record for Defendants with respect to this motion. This motion is not opposed by Defendants as parties to the Settlement Agreement.

Date: February 7, 2018

/s/ Kai H. Richter

Kai H. Richter

CERTIFICATE OF SERVICE

I hereby certify that on February 7, 2018, a true and correct copy of **PLAINTIFFS'** **MOTION FOR FINAL APPROVAL OF CLASS ACTION SETTLEMENT** was served via CM/ECF to the parties registered to the Court's CM/ECF system.

/s/ Kai H. Richter

Kai H. Richter